

## Press release

Stockholm, 28 March 2012

## Handelsbanken's annual general meeting 2012

### Board

At the annual general meeting on 28 March 2012, all members of the Board of Handelsbanken were re-elected, with the exception of Ulrika Boëthius and Göran Ennerfelt who had declined re-election. Ole Johansson and Charlotte Skog were elected as new members. Hans Larsson was re-elected as Chairman of the Board.

At the subsequent first Board meeting, Anders Nyrén and Fredrik Lundberg were appointed as Vice Chairmen of the Board.

The Board members are listed below.

### Auditors

The annual general meeting re-elected KPMG AB and Ernst & Young AB as auditors for the period until the end of the annual general meeting to be held in 2013. These two auditing companies have appointed the same auditors in charge as in 2011: Stefan Holmström (authorised public accountant) as auditor in charge for KPMG AB, while Erik Åström (authorised public accountant) is auditor in charge for Ernst & Young AB.

### Dividend

The annual general meeting adopted the Board's proposal for a dividend of SEK 9.75 per share. The record day for the dividend is Monday, 2 April 2012. The dividend is expected to be distributed by Euroclear on Thursday, 5 April 2012.

### Buybacks of shares

In accordance with the Board's proposal, the meeting authorised the Board to resolve on the purchase of the Bank's own class A and/or B shares during the period until the annual general meeting in 2013 on the following conditions:

- Any purchases are to be made on NASDAQ OMX Stockholm AB.
- The Bank may purchase a total of no more than 40,000,000 class A and/or B shares.
- When purchasing, the shares are to be paid at a price within the registered price interval at any time or a price in compliance with NASDAQ OMX Stockholm AB's rules on volume-weighted average prices.
- The aggregated holding of the Bank's own shares, including shares in the trading book, shall not at any time exceed one-tenth of the total number of shares in the Bank.

The meeting also authorised the Board to a) resolve on divestment of the Bank's own shares, deviating from the shareholders' preferential rights, as payment in connection with an acquisition of a company or business, and b) in order to finance an acquisition of a company or business, resolve

on divestment of the Bank's own shares on NASDAQ OMX Stockholm AB at a price within the registered price interval applying at any time or by other means than on NASDAQ OMX Stockholm AB, with or without preferential rights for the shareholders, and with or without provisions on payment in kind or through a set-off, where, if divestment deviates from the shareholders' preferential rights, the remuneration for shares sold must correspond to an estimated market value and may be payable in forms other than cash. In other respects, the following terms shall apply:

- The authorisations can be utilised on one or more occasions until the next annual general meeting.
- The authorisation on divestment covers all class A or B shares in Handelsbanken held by the Bank at the time of the Board's resolution.

### **Principles for remuneration to senior management**

The annual general meeting approved the Board's proposed guidelines for compensation and other terms of employment for the senior management of Handelsbanken. The main changes in the guidelines compared with the guidelines adopted at the 2011 annual general meeting were as follows:

- that the retirement age be raised from 60 to 65,
- that pension benefits are not solely defined-benefit but can be defined-benefit, defined-contribution or a combination of the two, and
- that the Board has the right to deviate from the guidelines in individual cases, if there are special reasons for this.

### **Members of the board 2012**

Mr JON FREDRIK BAKSAAS, Sandvika  
Mr PÄR BOMAN, Stockholm  
Mr TOMMY BYLUND, Ljusdal  
Ms LONE FØNSS SCHRØDER, Copenhagen  
Mr JAN JOHANSSON, Stockholm  
Mr OLE JOHANSSON, Grankulla  
Mr HANS LARSSON, Stockholm  
Mr FREDRIK LUNDBERG, Djursholm  
Mr SVERKER MARTIN-LÖF, Stockholm  
Mr ANDERS NYRÉN, Bromma  
Ms BENTE RATHE, Trondheim  
Ms CHARLOTTE SKOG, Österskär

### **Minutes of meetings**

Minutes of the annual general meeting will be available on the Bank's website [www.handelsbanken.se/ireng](http://www.handelsbanken.se/ireng) approximately two weeks from today's date.

For more information about Handelsbanken, please go to: [www.handelsbanken.com](http://www.handelsbanken.com)